

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
FRED'S, INC., <i>et al.</i> , ¹)	Case No. 19-11984 (CSS)
Debtors.)	Jointly Administered
)	Re: D.I. 149

**CERTIFICATE OF COUNSEL REGARDING ORDER APPROVING
STIPULATION BETWEEN THE DEBTORS AND ELVIN
GARNER MODIFYING AUTOMATIC STAY**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “Debtors”) hereby certifies as follows:

1. On September 23, 2019, Elvin Garner, on behalf Alvin Garner (the “Claimant”) filed his *Motion for Relief from Automatic Stay Under 11 U.S.C. § 362* [D.I. 149] (the “Stay Relief Motion”) contending he has claims (the “Claims”) against the Debtor, Fred's Stores of Tennessee, Inc.

2. On November 8, 2019, the Debtors and the Claimants entered into the *Stipulation Between the Debtors and Elvin Garner Modifying the Automatic Stay* (the “Stipulation”).² Under the terms of the Stipulation,³ the Claimant agrees to waive any and all claims against the Debtors related to the Claims and agree to seek recovery solely from the insurance coverage, if any, available under one or more policies available to the Debtors to satisfy the Claims.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtors' federal tax identification number, are: Fred's, Inc. (4010); Fred's Stores of Tennessee, Inc. (9888); National Equipment Management and Leasing, Inc. (4296); National Pharmaceutical Network, Inc. (9687); Reeves-Sain Drug Store, Inc. (4510); Summit Properties-Jacksboro, LLC (9161); Summit Properties-Bridgeport, LLC (2200); and 505 N. Main Opp, LLC (5850). The Debtors' address is 2001 Bryan Street, Suite 1550, Dallas, Texas 75201.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Stipulation.

³ In the event of any inconsistency between the terms described herein and the terms of the Stipulation, the terms of the Stipulation shall govern.

3. A proposed form of order (the “Proposed Order”) approving the Stipulation is attached hereto as Exhibit A. A true and correct copy of the Stipulation is attached to the Proposed Order as Exhibit 1.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order substantially in the form attached hereto as Exhibit A at its earliest convenience.

Dated: November 8, 2019
Wilmington, Delaware

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**COUNSEL FOR DEBTORS AND DEBTORS
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